

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Sears Holdings Corporation, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**NOTICE OF SIXTH QUARTERLY REPORT OF KATTEN MUCHIN ROSENMAN  
LLP, AS SPECIAL AVOIDANCE COUNSEL FOR THE DEBTORS, FOR  
ALLOWANCE OF CONTINGENT FEES AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM OCTOBER 1, 2020 THROUGH DECEMBER 31, 2020**

**NOTICE IS HEREBY GIVEN** that Katten Muchin Rosenman LLP (“Katten”), special avoidance counsel for the Debtors, has filed its Sixth Quarterly Report for Allowance of Contingent Fees and Reimbursement of Expenses for the Period From October 1, 2020 through December 31, 2020, seeking allowance and payment of Katten’s contingent fees in the amount of \$242,330.59 and actual and necessary expenses in the amount of \$116,483.60 (the “Sixth Quarterly Report”).

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**NOTICE IS FURTHER GIVEN** that objections, if any, to the Sixth Quarterly Report and request for allowance of Katten's contingent fees and reimbursement of expenses must be filed with the Clerk of the Court and served upon (i) Katten Muchin Rosenman LLP, 575 Madison Avenue, New York, NY 10022 (Attn: Steven J. Reisman, Esq.) and (ii) the Standard Parties as defined and designated in the Bankruptcy Court's Amended Order Implementing Certain Notice and Case Management Procedures, dated November 1, 2018 (D.I. No. 405), so as to be received no later than **February 19, 2021 at 4:00 p.m. (prevailing Eastern Time)**. A hearing on the Sixth Quarterly Report shall be held only in the event timely objections are filed. In the event timely objections are filed, a hearing on the Sixth Quarterly Report and the objection(s) thereto will be scheduled and further notice of the date and time of such hearing will be provided.

**NOTICE IS FURTHER GIVEN** that, in the absence of any timely objection to the Sixth Quarterly Report, Katten shall file a certificate of no objection with the Bankruptcy Court, after which the fees and expenses requested in the Sixth Quarterly Report may be allowed by the Bankruptcy Court on an interim basis.

Dated: January 22, 2021

**KATTEN MUCHIN ROSENMAN LLP**

By: /s/ Steven J. Reisman, Esq.

Steven J. Reisman, Esq.  
Terence G. Banich, Esq.  
575 Madison Avenue  
New York, NY 10022-2585  
Telephone: (212) 940-8800  
Fax: (212) 940-8776  
Email: sreisman@katten.com

525 West Monroe Street  
Chicago, IL 60661-3693  
Telephone: (312) 902-5200  
Fax: (312) 902-1061  
Email: terence.banich@katten.com

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**SIXTH QUARTERLY REPORT OF KATTEN MUCHIN  
ROSENMAN LLP, AS SPECIAL AVOIDANCE COUNSEL FOR THE  
DEBTORS, FOR ALLOWANCE OF CONTINGENT FEES AND  
REIMBURSEMENT OF EXPENSES FOR THE  
PERIOD FROM OCTOBER 1, 2020 THROUGH DECEMBER 31, 2020**

|   |  |
|---|--|
| Name of Applicant:  | Katten Muchin Rosenman LLP, Special Avoidance Counsel to the Debtors |
| Date of Retention   | July 2, 2019, <i>Nunc Pro Tunc</i> to April 1, 2019                  |
| Period for which allowance of contingent fees and reimbursement of expenses are sought: | October 1, 2020 through December 31, 2020                            |
| Amount of contingent fees sought:   | \$242,330.59   |
| Amount of reasonable and necessary expense reimbursement sought:                        | \$116,483.60   |

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

|            |   |
|------------|---|
| Exhibit A: | Summary of Contingency Fees and<br>Reimbursable Expenses Sought |
|------------|---|

1. Katten Muchin Rosenman LLP (“Katten”) hereby files its sixth quarterly report seeking allowance of its contingency fees and reimbursement of its actual and necessary expenses for the period from October 1, 2020 through December 31, 2020 (the “Applicable Period”) in accordance with the Bankruptcy Court’s Amended Order, dated July 2, 2019, Authorizing the Employment and Retention of Katten Muchin Rosenman LLP as Special Avoidance Counsel for Debtors *Nunc Pro Tunc* to April 1, 2019 [D.I. 4413].

2. For the Applicable Period, Katten’s contingent fees are in the amount of \$242,330.59 and its reimbursable actual and necessary expenses are in the amount of \$116,483.60.

Dated: January 22, 2021

**KATTEN MUCHIN ROSENMAN LLP**

By: /s/ Steven J. Reisman, Esq.  
Steven J. Reisman, Esq.  
Terence G. Banich, Esq.

575 Madison Avenue  
New York, NY 10022-2585  
Telephone: (212) 940-8800  
Fax: (212) 940-8776  
Email: sreisman@katten.com

525 West Monroe Street  
Chicago, IL 60661-3693  
Telephone: (312) 902-5200  
Fax: (312) 902-1061  
Email: terence.banich@katten.com

**EXHIBIT A**

**Contingent Fees:** 3.5% of gross recoveries of \$763,012.35: \$26,705.44

6.5% of gross recoveries of \$3,317,309.67: \$215,625.15

**Expenses:**

| <b>Expense</b>                        | <b>Cost</b>         |
|---------------------------------------|---------------------|
| Courier                               | \$445.21            |
| Court Costs                           | \$416.40            |
| Legal Research                        | \$444.59            |
| Postage                               | \$2.40              |
| Mediation Fees                        | \$375.00            |
| Filing Fees for Adversary Proceedings | \$114,800.00        |
| <b>TOTAL:</b>                         | <b>\$116,483.60</b> |